Brandon S. Reif (BR-5186)

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Attorneys for Defendants, Mega Capital Funding, Inc. and John Nielson-Specially Appearing

> UNITED STATES DISTRICT COURT SOUTHERN DISTRICT OF NEW YORK

TERWIN ADVISORS, LLC

Plaintiff,

VS.

MEGA CAPITAL FUNDING, INC. and JOHN NIELSON,

Defendants.

CASE NO: 07 CV 6249

STIPULATION EXTENDING TIME TO RESPOND

IT IS HEREBY STIPULATED and agreed that the time for Defendants Mega Capital Funding, Inc. and John Nielson (collectively, the "Defendants") to respond to the complaint is hereby extended from July 11, 2007 to and including July 25, 2007.

This is the first request for an extension of time for Defendants to respond to the complaint. Facsimile signatures and/or photocopies shall be considered originals for all purposes.

Dated: July 6, 2007

LAW OFFICES OF BRANDON S. REIF

MILLER & WRUBEL, P.C.

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SO ORDERED:

Charles R. Jacob Int-Co

250 Park Avenue New York, NY 10177 Tel: 212.336.3500 Fax: 212.336.3555

Attorneys for Plaintiff Terwin Advisors LLC without prejudice as to the issue of federal subject matter jurisdiction.

United States District Court Judge